

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Axios Mobile Assets Corp. (the "Issuer").

Trading Symbol: AXA

Date: December 23, 2015

1. New Options Granted:

Date of Grant: December 23, 2015

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Richard MacDonald	Officer	Yes	205,000	\$1.00	Dec 23, 2020	448,573
David Wickwire	Officer	Yes	333,000	\$1.00	Dec 23, 2020	50,000
Robert Burrows	Officer	Yes	62,500	\$1.00	Dec 23, 2020	75,000
Daniel Fournier	Officer	Yes	826,000	\$1.00	Dec 23, 2020	50,000

Total Number of optioned shares proposed for acceptance: 1,426,500 .

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Richard MacDonald	198,573	1.50	09/14/2015	09/14/20
Marc Topacio	100,550	1.50	09/14/2015	09/14/20
Matthew DiDio	80,848	1.50	09/14/2015	09/14/20
Chris Salapoutis	50,000	1.50	09/14/2015	9/14/20
Dennis Bausch	55,000	1.50	09/14/2015	09/14/20
Rich MacDonald	250,000	1.50	3/1/15	3/1/20
Marc Topacio	150,000	1.50	3/1/15	3/1/20
Matt DiDio	50,000	1.50	3/1/15	3/1/20
Dave Wickwire	50,000	1.50	3/1/15	3/1/20
Jim Taylor	50,000	1.50	3/1/15	3/1/20
Dan Fournier	50,000	1.50	3/1/15	3/1/20
Bob Burrows	75,000	1.50	3/1/15	3/1/20
Dennis Bausch	55,000	1.50	3/1/15	3/1/20
Perry Palantzas	24,374	\$2.00	1/1/11	1/1/16
James Evans	14,374	\$2.00	1/1/11	1/1/16
Angela Topacio	14,374	\$2.00	1/1/11	1/1/16
Jin Kim	14,374	\$2.00	1/1/11	1/1/16
James Taylor	40,000	\$4.00	6/1/12	5/31/17
Daniel Fournier	35,000	\$4.00	6/1/12	5/31/17
David Wickwire	20,000	\$4.50	7/20/12	7/20/17
Scott Smith	250,00	1.50	3/1/20	3/1/25
Cecil Patterson	25,000	1.50	3/1/20	3/1/25
Andrew Korcher	25,000	1.50	3/1/20	3/1/25
Sylvin Charlebois	25,000	1.50	3/1/20	3/1/25
Rob Ricci	40,000	1.50	3/1/20	3/1/25
Bruce Huggins	25,000	1.50	3/1/20	3/1/25
Peter Tuovi	25,000	1.50	3/1/20	3/1/25
James O'Neil	20,000	1.50	3/1/20	3/1/25
Rodger Roden	10,000	1.50	3/1/20	3/1/25

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Sylvain Louchez	15,000	1.50	3/1/20	3/1/25
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(1) Set out number of optioned shares for each grant with different terms.

3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held.

N/A

- (b) State the date of the news release announcing the grant of options.

December 23, 2015

- (c) State the total issued and outstanding share capital at the date of grant or amendment.

42,247,171

- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options.

10%

- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan.

907,792

- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors.

\$0.90 per unit see press release dated December 21, 2015

- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

N/A

4. Certificate of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated December 24, 2015.

Richard MacDonald
Name of Director or Senior
Officer

"Richard MacDonald"
Signature

"President"
Official Capacity